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(Requestor's Name)

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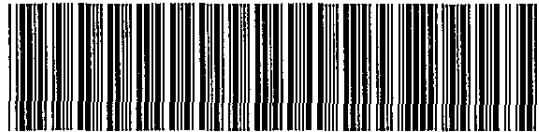
(Business Entity Name)

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WS-60882
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PAUL & ELKIND, P.A.

ATTORNEYS AT LAW

HARLAN L. PAUL*
DARREN J. ELKIND
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MATTHEW D. BRANZ
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**Board Certified Trial Lawyer*

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REPLY TO: Deland

June 8, 2005

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Glenwood Reserve Homes, LLC

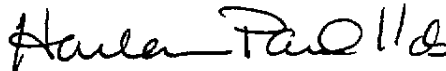
Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for Glenwood Reserve Homes, LLC, along with our firm's check in the amount \$125.00.

Please file the original Articles and return a certified copy to the undersigned. If you have any questions, please call my office.

Very truly yours,

PAUL & ELKIND, P.A.



Harlan L. Paul

Signed in the absence of Mr. Paul
to avoid delay in mailing

HLP/lcb
Enclosures

FILED
JUL 13 PM 2:05
TALLAHASSEE, FLORIDA
CLERK OF THE CIRCUIT COURT



ARTICLES OF ORGANIZATION OF GLENWOOD RESERVE HOMES, LLC

ARTICLE I (NAME)

The name of the limited liability company is GLENWOOD RESERVE HOMES, LLC.

ARTICLE II (PURPOSE)

The purpose of GLENWOOD RESERVE HOMES, LLC shall be to conduct any lawful purpose.

ARTICLE III (PRINCIPAL ADDRESS)

The mailing address and street address of the principal office of GLENWOOD RESERVE HOMES, LLC is 120 East Rich Avenue, Deland, FL 32724.

ARTICLE IV (MANAGER)

GLENWOOD RESERVE HOMES, LLC shall initially be managed by William Marotte.

ARTICLE V (MEMBERS)

The initial members of GLENWOOD RESERVE HOMES, LLC shall be:

<u>Member</u>	<u>Address</u>
William Marotte and Margaret Marotte, as tenants by the entireties	3405 Timberlane Drive Deland, FL 32720
Jack B. Shuman and Joyce A. Shuman, as tenants by the entireties	6119 Lake Winona Drive Deleon Springs, FL 32130
Steven Shuman and Catherine Shuman, as tenants by the entireties	6017 Lake Winona Drive Deleon Springs, FL 32130
Harlan L. Paul and Mary Ann Paul, as tenants by the entireties	675 Oak Tree Terrace Deland, FL 32724

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ARTICLE VI
(Death, Bankruptcy or Dissolution of a Member)

In the event of the Death, Bankruptcy or Dissolution of one of the members of GLENWOOD RESERVE HOMES, LLC, the business of the company may be continued by the remaining members of the company if agreed to by at least two-thirds (2/3) of such remaining members.


ARTICLE VII
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

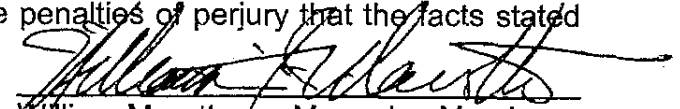
- (1) The name of the limited liability company is GLENWOOD RESERVE HOMES, LLC.
- (2) The name and address of the Registered Agent and office is:
Harlan L. Paul
142 East New York Avenue
Deland, FL 32724

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 06/06/05


Harlan L. Paul, as Agent

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


William Marotte, as Managing Member

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